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Societa' : PHARMANUTRA

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Utenza - Referente : PHARMANUTRAN04 - Roberto Lacorte

Tipologia : REGEM

Data/Ora Ricezione : 26 Febbraio 2024 17:50:03

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Oggetto : PHN - Approval of the merger plan

Testo del comunicato

Vedi allegato

PHARMANUTRA S.P.A.: MERGER BY INCORPORATION OF JUNIA PHARMA S.R.L. AND ALESCO S.R.L. INTO PHARMANUTRA S.P.A.

Pisa, 26th February 2024 – The Boards of Directors of PharmaNutra S.p.A. (MTA; Ticker PHN), a company specialized in mineral-based nutritional supplements and medical devices for muscles and joints, approved today – pursuant to the articles 2501-ter and 2505 c.c. – the project for the merger by incorporation of the wholly owned companies Junia Pharma S.r.l. e Alesco S.r.l. into PharmaNutra (the “Incorporated Companies”).

The aforementioned merger will be carried out with the simplified procedures provided for by the article 2505 civil code and by the article 17.2 of the PharmaNutra’s Articles of Association.

The operation is part of an organizational project within the Group led by PharmaNutra and aims at pursuing greater management efficiency within the Group. This will enable the development of significant synergies across IT, logistics, sales, corporate, and administrative functions, with the goal of optimizing business processes and containing overall costs of the company structure. The organizational reorganization will unify and integrate operational processes, resulting in greater flexibility and efficiency in resources utilization.

Today, the merger project was made available to the public at the registered office of PharmaNutra and the Incorporated Companies, through the authorized storage mechanism “E-MARKET STORAGE” (www.emarketstorage.it) and on the PharmaNutra website www.pharmanutra.it, Investor Relations/Merger Project section. The financial statements of PharmaNutra and the Incorporated Companies for the 2020, 2021 and 2022 financial years are also available at the registered office of PharmaNutra and the Incorporated Companies, as well as on the PharmaNutra website.

It should be noted that, pursuant to art. 9.4 of the “Procedure for Transactions with Related Parties” adopted by PharmaNutra, the merger operation is exempt from the application of the relevant safeguards as the companies being incorporated are entirely controlled by PharmaNutra.

Andrea Lacorte, Chairman of PharmaNutra S.p.A. declares: *“The merger of Junia Pharma and Alesco into PharmaNutra represents the concretization, from a formal point of view, of what has in fact already been in place for many years. They are realities which, despite having different strategic peculiarities, have a single soul, and which in substance have long represented a single body. In light of the Group’s notable growth, we are certain*

that this new form of centralized coordination will do nothing but rationalize internal processes and consequently speed up and further improve company activity. We are giving shape to something that already exists and which will bring benefits to our company from many points of view”.

PharmaNutra S.p.A.

Founded and led by the President Andrea Lacorte and Vice President Roberto Lacorte, PharmaNutra was established in 2003. It develops unique nutritional supplements and innovative nutritional devices, handling the entire production process, from proprietary raw materials to finished product. PharmaNutra is a leader in the production of iron-based nutritional supplements with the SiderAL® brand, where it can claim important Sucrosomial® Technology patents, and is considered one of the top players in the sector of medical devices dedicated to the restoration of joint capacity thanks to the Cetilar® brand, now on the market also with Cetilar® Nutrition, a line of supplements designed for those who practice sport constantly. Over the years the Group - present abroad in 85 countries - has developed precise strategy for the management and production of intellectual property, founded on the integrated management of all the various elements: proprietary raw materials, patents, brands and clinical evidence.

PharmaNutra.it

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